Date

June 12, 1995

Whal Option

To Alan Heuer

From

Memorandum

Art Kranzley

Subject

6/21/45 September Co

Dual Option Payment Card/Relationship Card

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Copies To

Joe Tripodi William Brennan Dan Murray Mary Jo Winterer a Relationing cond product to he B

developed proporly Byte Heure person how to be clearly accountable. I can't tell from this who that person is and what their time-both will be. Please assure

This is in response to Gene Lockhart's memo of June 7, 1995 regarding the Dual Payment Option Card /Relationship Card presentation and materials.

1. Relationship Card

We view the Dual Payment Option Card as the first step in the evolution of a MasterCard Relationship Card. While the ultimate product may be based on chip technology, we will be defining a phased strategy for the full relationship card based on existing infrastructure. In this regard, we have been working with the Global Product Development group to integrate the dual payment option and monthly manager product work in progress.

In addition, to ensure that the Relationship Card product development work incorporates the requirements of a global product and meets our more immediate U.S. needs, we have formed an extensive Dual Payment Option Card Task Force with representatives from ten MasterCard departments. This Task Force includes both credit and debit disciplines across the company and, in addition to developing the initial dual payment option card, can follow through with the development of iterative stages of a relationship card product. This could include multiple but linked accounts per household with variable, menu-driven features including credit lines, APR, fees, home banking, credit/debit, mutual funds, brokerage account access, and other capabilities determined in research.

GOVERNMENT DEPOSITION EXHIBIT 1152

P-0349

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> The Dual Payment Option Card/Relationship Card Task Force includes the following representatives:

Global Product Development

- Kirsten Ott -Anne Goldberg

Global Research

- Anne Ko Franchise Management

U.S. Region Member Relations

U.S. Credit Products

St. Louis Operations U.S. Region Public Relations

U.S. Region Debit Products Global Debit Products

Legal

-Marybeth Angilella - Shiela Scarry

- Kris Crow

- Phyllis Laubacher

- Clo Brown

- Libby Sullivan - Mary Jo Winterer

- Steve VanFlect

- Noah Hanft

We are also adding GPOI to this Task Force and forming a "core" working group. Product development tasks have been identified and assigned within the Task Force. In addition, this Task Force will work with Kirsten Ott to ensure that the product development work is done in accordance with the Product Development Guidelines and Procedures that are being developed within the global group.

2. Field Materials (

The Dual Payment Option Card presentation was distributed to each region SVP on June 1. Since this requires further distribution within each regional office and is susceptible to delays due to traveling, out of office visits, etc., we will implement procedures to ensure distribution of the original materials to individual member relations representatives. We will also implement a cascading process on this product and other information as appropriate. Bill Brennan is in the loop on this new procedure, and we will adopt it for the distribution of any and all materials going forward from U.S. Region Debit Products.